

DEPARTMENT OF JUSTICE
NATURAL RESOURCE DAMAGE PROGRAM

1201699 - R8 SDMS



STEVE BULLOCK
ATTORNEY GENERAL

1301 EAST LOCKEY AVENUE

STATE OF MONTANA

(406) 444-0205 (OFFICE)
(406) 444-0236 (FAX)

PO BOX 201425
HELENA, MONTANA 59620-1425

December 16, 2009

Linda Jacobson
US EPA Region 8
1595 Wynkoop St.
Mail Code: 8ENF-RC
Denver, CO 80202-1129

Julie DalSoglio
US EPA Region 8
Federal Building
10 West 15th St., Suite 3200
Mail Code: 8MO
Helena, MT 59626

RE: DEQ Permit Transfers

Dear Linda and Julie:

Enclosed is a disc containing a copy of ASARCO's notification of DEQ permit transfers, dated December 8, 2009.

Sincerely,

A handwritten signature in black ink, appearing to read "Mary Capdeville".

Mary Capdeville
Assistant Attorney General

Enclosure

BAKER BOTTS LLP

1500 SAN JACINTO CENTER
98 SAN JACINTO BLVD.
AUSTIN, TEXAS
78701-4078
TEL +1 512.322.2500
FAX +1 512.322.2501
www.bakerbotts.com

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PALO ALTO
RIYADH
WASHINGTON

Aileen Hooks
TEL +1 512.322.2616
FAX +1 512.322.8314
aileen.hooks@bakerbotts.com

December 8, 2009

VIA FEDERAL EXPRESS

Judy Hanson
Administrator, Permitting & Compliance Division
Montana Department of Environmental Quality
1520 E. Sixth Avenue
Helena, MT 59620-0901

RE: Notice of Permit Transfers - ASARCO LLC

Dear Ms. Hanson:

ASARCO LLC, formerly known as ASARCO Incorporated, ("ASARCO"), the Montana Environmental Custodial Trust (the "Trust"), and the Montana Environmental Trust Group, LLC, (the "Trustee") are by this letter providing notice of proposed permit transfers. Pursuant to the terms of the Order and Judgment Approving Consent Decree and Settlement Agreement Regarding the Montana Sites, entered on June 5, 2009 by the United States Bankruptcy Court for the Southern District of Texas, Corpus Christi Division in the Matter of In re: ASARCO LLC, *et al.*, Case No. 05-21207, ASARCO, ASARCO MASTER, INC, and the Trustee, will be entering into an Environmental Custodial Trust Agreement pursuant to which the Trust will acquire, for the benefit of the United States and the State of Montana, certain assets including ASARCO's assets related to its Mike Horse Mine operations; East Helena operations; Iron Mountain Mine, and Black Pine Mine operations. The closing of the transaction is expected to occur on December 9, 2009 (the "Transfer Date").

Except for the East Helena Air Quality Permit No. 2557-12 discussed below, all permits issued by the Montana Department of Environmental Quality related to ASARCO's Mike Horse Mine; East Helena; Iron Mountain Mine, and, Black Pine Mine operations are to be transferred to the Trust, including those listed below, as well as any other permits:

Mike Horse Mine

1. General Permit for Storm Water Discharges - Permit No. MTR300157
2. Authorization to Discharge Under the Montana Pollutant Discharge Elimination System - Permit No. MT0030031

East Helena

1. General Permit for Storm Water Discharges - Permit No. MTR000072
2. Authorization to Discharge Under the Montana Pollutant Discharge Elimination System - Permit No. MT0030147

Iron Mountain Mine

None

Black Pine Mine

1. General Permit for Storm Water Discharges - Permit No. MTR300080
2. Operating Permit - Permit No. 00063

Pursuant to Administrative Rule of Montana 17.8.763, ASARCO hereby requests revocation of Air Quality Permit No. 2557-12 (for East Helena).

An agreement between ASARCO and the Trust that contains the transfer date and the parties' agreement regarding transfer of permit responsibility, coverage and liability is enclosed with this letter. The transfer of the permits, and the request for revocation of Air Quality Permit No. 2557-12 is contingent on the closing of the transaction. ASARCO and the Trustee will provide you written notification if the proposed transfer does not occur on the Transfer Date.

Enclosed please find a check in the amount of \$1,000.00. This payment is intended to cover the transfer fees associated with all of the permits. The documents enclosed with this letter contain original signatures by ASARCO, with the exception of the Black Pine Mine Operating Permit Assignment form which will be delivered to MDEQ by a separate delivery, and copies of the Trustee's signatures. Documents containing original signatures by the Trustee will be hand delivered to your office by Ms. Mary Capdeville, Assistant Attorney General, before or on the Transfer Date.

Thank you for your time and consideration of this matter. If you have any questions about the transfer, please contact:

For ASARCO LLC

Lewis T. Putman
Milbank
1850 K. Street N.W.
Washington, D.C. 20006
Phone: 202-835-7534

For Montana Environmental Trust Group, LLC

c/o Greenfield Environmental Trust Group, Inc.
Cynthia Brooks, President
44 Shattuck Road
Watertown, MA 02472
Phone: 617-448-9762

Sincerely,


Aileen M. Hooks

cc: Bill Kirley
Special Assistant Attorney General
Montana Department of Environmental Quality
1100 North Last Chance Gulch
Helena, Montana 59601

Mary Capdeville
Assistant Attorney General
Montana Department of Justice
Natural Resource Damage Program
1301 East Lockey
Helena, Montana 59620-1425

3739

ASARCO LLC
DEBTOR IN POSSESSION
 5285 WILLIAMS CIRCLE, SUITE 2000
 TUCSON, AZ 85711

JPMORGAN CHASE BANK, N.A.
 PHOENIX, ARIZONA 85073
 91-2-1221

2009/12/07

PAY TO THE ORDER OF MONTANA DEPARTMENT OF ENVIRONMENTAL

\$ **1,000.00

One Thousand and 00/100*****

DOLLARS

MONTANA DEPARTMENT OF
 ENVIRONMENTAL

MEMO

VOID AFTER 180 DAYS

John B. Gray
Debra Conway
 AUTHORIZED SIGNATURE

⑈003739⑈ ⑆122100024⑆

686932609⑈

Security features. Details on back.

ASARCO LLC DEBTOR IN POSSESSION

3739

ASARCO LLC DEBTOR IN POSSESSION

3739

PAYMENT
 RECORD

TRANSFER AGREEMENT

By the signature of each of their authorized representatives below, ASARCO LLC ("Transferor"), and the Montana Environmental Trust Group, LLC on behalf of the Montana Environmental Custodial Trust ("Transferee"), agree that upon the closing of the transfer expected to occur on December 9, 2009, the permits listed below, and issued by the Montana Department of Environmental Quality ("MDEQ") as well as any other permits issued by the MDEQ and related to Transferor's Mike Horse Mine operations; East Helena operations; Iron Mountain Mine operations, and, Black Pine Operations, to the extent such permits are in effect, will transfer from Transferor to Transferee.

Permits

Mike Horse Mine

1. General Permit for Storm Water Discharges - Permit No. MTR300157
2. Authorization to Discharge Under the Montana Pollutant Discharge Elimination System - Permit No. MT0030031

East Helena

1. General Permit for Storm Water Discharges - Permit No. MTR000072
2. Authorization to Discharge Under the Montana Pollutant Discharge Elimination System - Permit No. MT0030147

Black Pine Mine

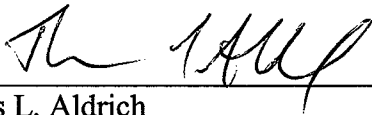
1. General Permit for Storm Water Discharges - Permit No. MTR300080
2. Operating Permit - Permit No. 0063

Upon the closing of the transfer, to the extent applicable, all coverage under, and responsibility and liability for compliance with the Permits shall accrue to Transferee. ASARCO and the Montana Environmental Trust Group will provide MDEQ written notification if the proposed transfer does not occur on December 9, 2009.


IN WITNESS WHEREOF, Transferor and Transferee hereto have executed this Transfer Agreement the day and year first above written.

FOR ASARCO LLC

Date: 12-3-2009

By: 
Thomas L. Aldrich
Vice President, Environmental Affairs

Date: 12-3-2009

By: 
Douglas E. McAllister
Executive Vice President, General Counsel & Secretary

FOR THE MONTANA CUSTODIAL TRUST

Date: _____

By: _____
Montana Environmental Trust Group, LLC,
Trustee of the Montana Environmental Custodial Trust,
Greenfield Environmental Trust Group, Inc, Member
Cynthia Brooks, President

IN WITNESS WHEREOF, Transferor and Transferee hereto have executed this Transfer Agreement the day and year first above written.

FOR ASARCO LLC

Date: _____

By: _____
Thomas L. Aldrich
Vice President, Environmental Affairs

Date: _____

By: _____
Douglas E. McAllister
Executive Vice President, General Counsel & Secretary

FOR THE MONTANA CUSTODIAL TRUST

Date: 12/7/09

By: Cynthia Brooks
Montana Environmental Trust Group, LLC,
Trustee of the Montana Environmental Custodial Trust,
Greenfield Environmental Trust Group, Inc, Member,
not individually, but solely in the representative capacity
as Trustee of the Custodial Trust
Cynthia Brooks, President

**ASSIGNMENT
OPERATING PERMITS NO. 00063**

Assignments are not valid until approved by the Department of Environmental Quality.
The Department may request proof of agency.

AFFIDAVIT OF ASSIGNOR

State of Arizona)

ss.

County of Pima)

Thomas L. Aldrich (Agent) as Vice President - Environmental Affairs (Title) of ASARCO LLC (Assignor) of 5285 East Williams Circle, Suite 2000 Tucson, AZ 85711 (Address), being duly sworn, avers:

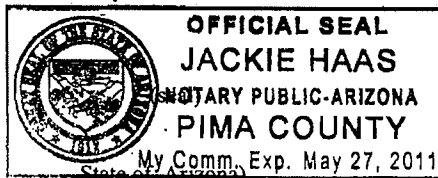
That he/she is a duly authorized agent of assignor, empowered to transfer and assign Operating Permit No. 00063.

That said permit is hereby transferred and assigned to Montana Environmental Trust Group, LLC, a Montana limited liability company, not individually but solely in its representative capacity as Trustee of the ASARCO Montana Custodial Trust (Assignee) of 44 Shattuck Road, Watertown, Massachusetts 02472 (Address).

[Signature]
Assignor Signature

12-8-09
Date

SUBSCRIBED AND SWORN to before me, the undersigned, a Notary Public for the State of Arizona, the day and year first above-written.



[Signature]
Notary Public for the State of AZ
Residing at Tucson, AZ
My Commission Expires 5-27-11

ss.

County of Pima)

Douglas E. McAllister (Agent) as Executive Vice President, General Counsel & Secretary (Title) of ASARCO LLC (Assignor) of 5285 East Williams Circle, Suite 2000 Tucson, AZ 85711 (Address), being duly sworn, avers:

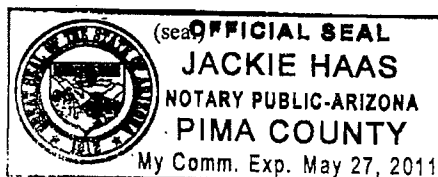
That he/she is a duly authorized agent of assignor, empowered to transfer and assign Operating Permit No. 00063.

That said permit is hereby transferred and assigned to Montana Environmental Trust Group, LLC, a Montana limited liability company, not individually but solely in its representative capacity as Trustee of the ASARCO Montana Custodial Trust (Assignee) of 44 Shattuck Road, Watertown, Massachusetts 02472 (Address).

D. E. McAllister
Assignor Signature

12-8-09
Date

SUBSCRIBED AND SWORN to before me, the undersigned, a Notary Public for the State of Arizona, the day and year first above-written.



[Signature]
Notary Public for the State of AZ
Residing at Tucson, AZ
My Commission Expires 5-27-11

AFFIDAVIT OF ASSIGNEE

State of _____)

ss.

County of _____)

Cynthia Brooks (Agent) as President, Greenfield Environmental Trust Group, Inc., Member, Montana Environmental Trust Group, LLC, (Title) of Montana Environmental Trust Group, LLC, a Montana limited liability company, not individually but solely in its representative capacity as Trustee of the ASARCO Montana Custodial Trust (Assignee) of 44 Shattuck Road, Watertown, Massachusetts 02472 (Address), being duly sworn, avers:

That he/she is a duly authorized agent of assignee, empowered to accept the assignment of Operating Permit No. 00063 and bind the assignee as follows:

That assignee hereby adopts assignor's operating permit and assumes full responsibility under Title 82, Chapter 4, Part 3, MCA for all activities which may have been previously conducted pursuant to said permit and any preceding renewals and amendments.

That assignee assumes full responsibility under Title 82, Chapter 4, Part 3, MCA for future activities conducted pursuant to said permit.

Date

Assignee Signature

SUBSCRIBED AND SWORN to before me, the undersigned, a Notary Public for the State of _____, the day and year first above-written.

(seal)

Notary Public for the State of _____
Residing at _____
My Commission Expires _____

DEQ APPROVAL OF ASSIGNMENT

The foregoing assignment of Operating Permit No. _____ is hereby approved this _____ day of _____.

Warren D. McCullough
Chief, Environmental Management Bureau

**ASSIGNMENT
OPERATING PERMITS NO. 00063**

**Assignments are not valid until approved by the Department of Environmental Quality.
The Department may request proof of agency.**

AFFIDAVIT OF ASSIGNOR

State of Arizona)

ss.

County of Pima)

Thomas L. Aldrich (Agent) as Vice President - Environmental Affairs (Title) of ASARCO LLC (Assignor) of 5285 East Williams Circle, Suite 2000, Tucson, Arizona 85711 (Address), being duly sworn, avers:

That he/she is a duly authorized agent of assignor, empowered to transfer and assign Operating Permit No. 00063.

That said permit is hereby transferred and assigned to Montana Environmental Trust Group, LLC, a Montana limited liability company, not individually but solely in its representative capacity as Trustee of the ASARCO Montana Custodial Trust (Assignee) of 44 Shattuck Road, Watertown, Massachusetts 02472 (Address).

Assignor Signature

Date

SUBSCRIBED AND SWORN to before me, the undersigned, a Notary Public for the State of _____, the day and year first above-written.

(seal)

Notary Public for the State of _____
Residing at _____
My Commission Expires _____

State of Arizona)

ss.

County of Pima)

Douglas E. McAllister (Agent) as Executive Vice President, General Counsel & Secretary (Title) of ASARCO LLC (Assignor) of 5285 East Williams Circle, Suite 2000, Tucson, Arizona 85711 (Address), being duly sworn, avers:

That he/she is a duly authorized agent of assignor, empowered to transfer and assign Operating Permit No. 00063.

That said permit is hereby transferred and assigned to Montana Environmental Trust Group, LLC, a Montana limited liability company, not individually but solely in its representative capacity as Trustee of the ASARCO Montana Custodial Trust (Assignee) of 44 Shattuck Road, Watertown, Massachusetts 02472 (Address).

Assignor Signature

Date

SUBSCRIBED AND SWORN to before me, the undersigned, a Notary Public for the State of _____, the day and year first above-written.

(seal)

Notary Public for the State of _____
Residing at _____
My Commission Expires _____

AFFIDAVIT OF ASSIGNEE

State of _____)

ss.

County of _____)

Not individually
but solely as
Member

Cynthia Brooks (Agent) as President, Greenfield Environmental Trust Group, Inc., Member, Montana Environmental Trust Group, LLC, (Title) of Montana Environmental Trust Group, LLC, a Montana limited liability company, not individually but solely in its representative capacity as Trustee of the ASARCO Montana Custodial Trust (Assignee) of 44 Shattuck Road, Watertown, Massachusetts 02472 (Address), being duly sworn, avers:

That he/she is a duly authorized agent of assignee, empowered to accept the assignment of Operating Permit No. 00063 and bind the assignee as follows:

That assignee hereby adopts assignor's operating permit and assumes full responsibility under Title 82, Chapter 4, Part 3, MCA for all activities which may have been previously conducted pursuant to said permit and any preceding renewals and amendments.

That assignee assumes full responsibility under Title 82, Chapter 4, Part 3, MCA for future activities conducted pursuant to said permit

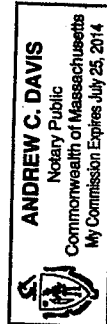
12/7/09
Date

Cynthia Brooks
Assignee Signature

SUBSCRIBED AND SWORN to before me, the undersigned, a Notary Public for the State of _____, the day and year first above-written.

(seal)

Notary Public for the State of _____
Residing at _____
My Commission Expires _____



DEQ APPROVAL OF ASSIGNMENT

The foregoing assignment of Operating Permit No. _____ is hereby approved this _____ day of _____.

Warren D. McCullough
Chief, Environmental Management Bureau

Notary Signature Witnessing

Cynthia N Brooks

Printed Name

Cynthia N. Brooks

Signature

Passport or Drivers License (*Circle ID Type & Mark through other*)

SS95335920

ID #

MA

Issuing entity

07-26-2010

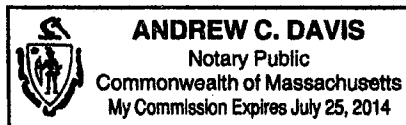
Exp Date

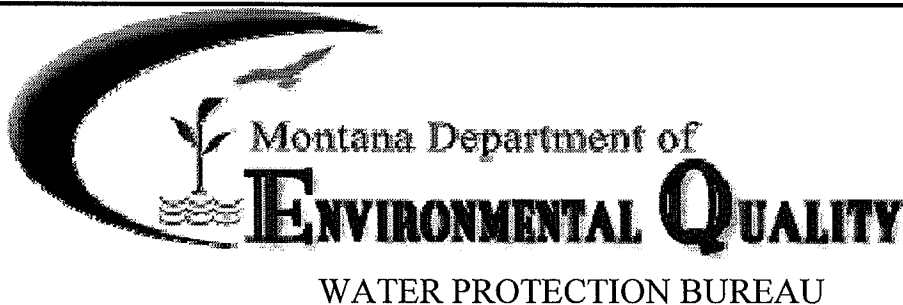
On This 07th day of December, 2009, before me, the undersigned Notary Public, personally appeared Cynthia N Brooks, who proved to me through satisfactory evidence of identification, which were MA Drivers License, to be the person whose name is signed on the preceding or attached document in my presence

Andrew C. Davis

(official signature and seal of Notary)

Notary Seal/Stamp:





Agency Use

Permit No.:

Date Rec'd

Amount Rec'd

Check No.

Rec'd By

FORM
PTN

Permit Transfer Notification

Use this form to request a transfer of ownership or change the name (transfer) of the entity that holds a Montana Pollutant Discharge Elimination System (MPDES) permit, Ground Water Pollutant Control System (GWPCS) permit, or permit authorization under a general permit including storm water permits. This form must be submitted at least 30 days prior to the effective date of the proposed transfer and constitutes written notice to the Department under the Montana Water Quality Act that the new owner or operator assumes responsibility and liability for all the terms and conditions in the permit, including permit fees. The Department reserves the right to modify or revoke and reissue the permit and request a new permit application (ARM 17.30.1360(2)).

This form may not be used to transfer permit coverage to a new or different site, facility or location, or modify the terms and conditions of the discharge permit. Until a determination is made, the owner or operator of record remains responsible for compliance with the terms of the permit, including fees and/or violations. Please read the attached instructions before completing this form; do not leave blank spaces. Please type or print; forms that are not legible will be returned.

Section A - Effective Date:

Effective Date of Transfer: 12-9-2009

Section B - Facility or Site Information:

Permit Number: MT R 0 0 0 0 7 2

Facility or Site Name ASARCO LLC East Helena Smelter

Physical Location 100 Smelter Ave. East Helena, MT 59635

Nearest City or Town East Helena, MT

Section C - Current Owner/Operator Information:

Owner/Operator Name ASARCO LLC

Mailing Address 5285 East Williams Circle, Suite 2000

City, State, and Zip Code Tucson, AZ 85711-7711

Phone Number (520) 798-7749

Is the entity listed above the (Check one) ☒ Owner or ☐ Operator

Status of Owner/Operator (Check one) ☐ Federal ☐ State ☒ Private ☐ Public ☐ Other (specify) _____

Section D - New Owner/Operator Information:

Owner or Operator Name	Montana Custodial Trust, Montana Environmental Trust Group, LLC, not individually but solely in its representative capacity as Trustee of the Montana Environmental Custodial Trust

Mailing Address 44 Shattuck Road

City, State, and Zip Code Watertown, MA 02472

Phone Number (617) 448-9762

Is the entity listed above the (Check one) ☒ Owner or ☐ Operator

Status of Applicant (Check one) ☐ Federal ☐ State ☐ Private ☐ Public ☒ Other (specify) Trust

Section E - New Facility Contact Person/Position:

Contact Person Name and Title, or Position Title Cynthia Brooks not individually but solely in the representative capacity as President, Greenfield Environmental Trust Group, Inc., Member, Montana Environmen

Mailing Address c/o Luxan & Murfitt, Montana Club Building 24 West Sixth Avenue, P.O. Box 1144

City, State, and Zip Code Helena, Montana 59624

Phone Number (617) 448-9762

Section F – Fees:

A \$200 permit transfer fee is due upon submission of this form (ARM 17.30.201).

Section G – Supplemental Information:

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

Section H - CERTIFICATION**Assignment of Transfer Agreement:**

We, the undersigned, agree that upon the effective date given in Section A, that the owner or operator identified in Section D of this form assumes permit responsibility, coverage, and liability, including any applicable permit fee(s) for the subject permit.

Applicant Information: This form must be completed, signed, and certified as follows:

- For a corporation, by a principal officer of at least the level of vice president;
- For a partnership or sole proprietorship, by a general partner or the proprietor, respectively; or
- For a municipality, state, federal, or other public facility, by either a principal executive officer or ranking elected official.

All Applicants Must Complete the Following Certification:

I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information; including the possibility of fine and imprisonment for knowing violations. [75-5-633, MCA]

Current Owner/Operator**A. Name (Type or Print)**

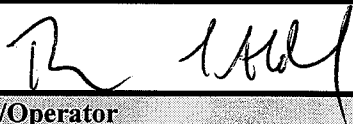
Thomas L. Aldrich

B. Title (Type or Print)

Vice President - Environmental Affairs

C. Phone No.

5207987749

D. Signature**E. Date Signed**

12-3-2009

New Owner/Operator**A. Name (Type or Print)**

Cynthia Brooks

B. Title (Type or Print)

Not individually but solely in the representative capacity as President, Greenfield Environmental Trust Group, Inc.,
Member, Montana Environmental Trust Group, LLC, Trustee of the Montana Environmental Custodial Trust

C. Phone No.

6174489762

D. Signature**E. Date Signed**

The Department will not process this form until all of the requested information is supplied, the form is complete, and the appropriate fees are paid. Return this form (Form PTN), and the applicable fee to:

Department of Environmental Quality
Water Protection Bureau
PO Box 200901
Helena, MT 59620-0901
(406) 444-3080

Section H - CERTIFICATION**Assignment of Transfer Agreement:**

We, the undersigned, agree that upon the effective date given in Section A, that the owner or operator identified in Section D of this form assumes permit responsibility, coverage, and liability, including any applicable permit fee(s) for the subject permit.

Applicant Information: This form must be completed, signed, and certified as follows:

- For a corporation, by a principal officer of at least the level of vice president;
- For a partnership or sole proprietorship, by a general partner or the proprietor, respectively; or
- For a municipality, state, federal, or other public facility, by either a principal executive officer or ranking elected official.

All Applicants Must Complete the Following Certification:

I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information; including the possibility of fine and imprisonment for knowing violations. [75-5-633, MCA]

Current Owner/Operator**A. Name (Type or Print)**

Douglas E. McAllister

B. Title (Type or Print)

Executive Vice President, General Counsel & Secretary

C. Phone No.

5207987725

D. Signature**E. Date Signed**

12-3-2009

New Owner/Operator**A. Name (Type or Print)****B. Title (Type or Print)****C. Phone No.****D. Signature****E. Date Signed**

The Department will not process this form until all of the requested information is supplied, the form is complete, and the appropriate fees are paid. Return this form (Form PTN), and the applicable fee to:

Department of Environmental Quality
Water Protection Bureau
PO Box 200901
Helena, MT 59620-0901
(406) 444-3080

Section H - CERTIFICATION**Assignment of Transfer Agreement:**

We, the undersigned, agree that upon the effective date given in Section A, that the owner or operator identified in Section D of this form assumes permit responsibility, coverage, and liability, including any applicable permit fee(s) for the subject permit.

Applicant Information: This form must be completed, signed, and certified as follows:

- For a corporation, by a principal officer of at least the level of vice president;
- For a partnership or sole proprietorship, by a general partner or the proprietor, respectively; or
- For a municipality, state, federal, or other public facility, by either a principal executive officer or ranking elected official.

All Applicants Must Complete the Following Certification:

I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information; including the possibility of fine and imprisonment for knowing violations. [75-5-633, MCA]

Current Owner/Operator**A. Name (Type or Print)**

Douglas E. McAllister

B. Title (Type or Print)

Executive Vice President, General Counsel & Secretary

C. Phone No.

5207987725

D. Signature**E. Date Signed****New Owner/Operator****A. Name (Type or Print)**

Cynthia Brooks

B. Title (Type or Print) Montana Environmental Trust Group, LLC, a Montana limited liability company, not individually, but solely in the representative capacity as Trustee of the Custodial Trust by Greenfield Environmental Trust Group, Inc., not individually but solely as Member, President

C. Phone No.

617-448-9762

D. Signature

Cynthia Brooks

E. Date Signed

12/7/09

The Department will not process this form until all of the requested information is supplied, the form is complete, and the appropriate fees are paid. Return this form (Form PTN), and the applicable fee to:

Department of Environmental Quality
Water Protection Bureau
PO Box 200901
Helena, MT 59620-0901
(406) 444-3080

INSTRUCTIONS FOR Form PTN – Permit Transfer Notification

IMPORTANT: The Administrative Rules of Montana (ARM) 17.30.1362(1)(d) and 17.30.1117 provide for transfer of a permit or permit coverage provided that a written agreement containing a specific date of transfer of permit responsibility, coverage, and liability between the current and new permittees has been submitted to the Department. Forms are available from the Water Protection Bureau at (406) 444-3080 or on the DEQ website at: <http://www.deq.mt.gov> This agreement must be signed and certified by both parties in accordance with ARM 17.30.1323.

Do not leave blank spaces. Please type or print; forms that are not legible will be returned. You must maintain a copy of the completed form for your records.

SPECIFIC ITEM INSTRUCTIONS

Section A – Effective Date:

Enter the date on which the transfer is effective.

Section B – Facility or Site Information:

The facility name means the building, structure (manufacturing, commercial or residential), process, source, or physical site, from which pollutants or wastes, including storm water are, or will be collected, generated, stored, treated (treatment works) or discharged (disposal system). The site name means the land or water area where any facility or activity is physically located or conducted, including other land used in connection with the facility or activity. This information must be identical to the information provided in the facility's permit application, authorization, or confirmation letter of receipt.

Section C – Current Owner or Operator Information:

Give the name as it is legally known of the person, business (partnership, corporation, or trust), state or political subdivision of the state, or other entity to whom the Department issued the current effective permit. The owner or operator is the legal entity that controls the operation of the facility described in Section B. This information must be identical to the information provided in the facility's application for permit, permit authorization or Notice of Intent (NOI).

Section D – New Owner or Operator Information:

Give the name as it is legally known of the person, business (partnership, corporation, or trust), state or political subdivision of the state, or other entity that will assume control of the facility described in Section B after the effective date of transfer. The permit or authorization will be transferred to the entity identified in this Section. This entity assumes responsibility for compliance with the terms and conditions in permit and any fees associated with the permit.

Section E – Facility Contact Person or Position:

Give the name, title, and work phone number of a person who is thoroughly familiar with the operation of the facility and with the facts reported in this form, and who can be contacted by the Department for additional information. Those facilities with periodic changes in the contact person may provide the contact person's position instead of a person's name.

Section G – Supplemental Information:

Use the space provided to expand upon any information requested in the form or information you wish to bring to the attention of the reviewer. Attach additional sheets, if necessary.



WATER PROTECTION BUREAU

Agency Use

Permit No.:

Date Rec'd

Amount Rec'd

Check No.

Rec'd By

FORM
PTN

Permit Transfer Notification

Use this form to request a transfer of ownership or change the name (transfer) of the entity that holds a Montana Pollutant Discharge Elimination System (MPDES) permit, Ground Water Pollutant Control System (GWPCS) permit, or permit authorization under a general permit including storm water permits. This form must be submitted at least 30 days prior to the effective date of the proposed transfer and constitutes written notice to the Department under the Montana Water Quality Act that the new owner or operator assumes responsibility and liability for all the terms and conditions in the permit, including permit fees. The Department reserves the right to modify or revoke and reissue the permit and request a new permit application (ARM 17.30.1360(2)).

This form may not be used to transfer permit coverage to a new or different site, facility or location, or modify the terms and conditions of the discharge permit. Until a determination is made, the owner or operator of record remains responsible for compliance with the terms of the permit, including fees and/or violations. Please read the attached instructions before completing this form; do not leave blank spaces. Please type or print; forms that are not legible will be returned.

Section A - Effective Date:

Effective Date of Transfer: 12-9-2009

Section B - Facility or Site Information:

Permit Number: MT R 3 0 0 1 5 7

Facility or Site Name ASARCO LLC Mike Horse Mine

Physical Location 15480 Mike Horse Creek Road, Lincoln, MT 59639

Nearest City or Town Lincoln, MT

Section C - Current Owner/Operator Information:

Owner/Operator Name ASARCO LLC

Mailing Address 5285 East Williams Circle, Suite 2000

City, State, and Zip Code Tucson, AZ 85711-7711

Phone Number (520) 798-7749 or (406) 227-4098

Is the entity listed above the (Check one) ☒ Owner or ☐ Operator

Status of Owner/Operator (Check one) ☐ Federal ☐ State ☒ Private ☐ Public ☐ Other (specify) _____

Section D - New Owner/Operator Information:

Owner or Operator Name	Montana Custodial Trust, Montana Environmental Trust Group, LLC, not individually but solely in its representative capacity as Trustee of the Montana Environmental Custodial Trust

Mailing Address 44 Shattuck Road

City, State, and Zip Code Watertown, MA 02472

Phone Number (617) 448-9762

Is the entity listed above the (Check one) ☒ Owner or ☐ Operator

Status of Applicant (Check one) ☐ Federal ☐ State ☐ Private ☐ Public ☒ Other (specify) Trust

Section E - New Facility Contact Person/Position:

Cynthia Brooks not individually but solely in the representative capacity as President, Greenfield Environmental Trust Group, Inc., Member, Montana Environmental Trust Group, LLC, Trustee of the Montana Environmental Custodial Trust

Contact Person Name and Title, or Position Title

Mailing Address c/o Luxan & Murfitt, Montana Club Building 24 West Sixth Avenue P.O. Box 1144

City, State, and Zip Code Helena, Montana 59624

Phone Number (617) 448-9762

Section F – Fees:

A \$200 permit transfer fee is due upon submission of this form (ARM 17.30.201).

Section G – Supplemental Information:

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

Section H - CERTIFICATION**Assignment of Transfer Agreement:**

We, the undersigned, agree that upon the effective date given in Section A, that the owner or operator identified in Section D of this form assumes permit responsibility, coverage, and liability, including any applicable permit fee(s) for the subject permit.

Applicant Information: This form must be completed, signed, and certified as follows:

- For a corporation, by a principal officer of at least the level of vice president;
- For a partnership or sole proprietorship, by a general partner or the proprietor, respectively; or
- For a municipality, state, federal, or other public facility, by either a principal executive officer or ranking elected official.

All Applicants Must Complete the Following Certification:

I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information; including the possibility of fine and imprisonment for knowing violations. [75-5-633, MCA]

Current Owner/Operator**A. Name (Type or Print)**

Thomas L. Aldrich

B. Title (Type or Print)

Vice President - Environmental Affairs

C. Phone No.

5207987749

D. Signature**E. Date Signed**

12-3-2009

New Owner/Operator**A. Name (Type or Print)**

Cynthia Brooks

B. Title (Type or Print)

Not individually but solely in the representative capacity as President, Greenfield Environmental Trust Group, Inc., Member, Montana Environmental Trust Group, LLC, Trustee of the Montana Environmental Custodial Trust

C. Phone No.

6174489762

D. Signature**E. Date Signed**

The Department will not process this form until all of the requested information is supplied, the form is complete, and the appropriate fees are paid. Return this form (Form PTN), and the applicable fee to:

Department of Environmental Quality
Water Protection Bureau
PO Box 200901
Helena, MT 59620-0901
(406) 444-3080

Section H - CERTIFICATION**Assignment of Transfer Agreement:**

We, the undersigned, agree that upon the effective date given in Section A, that the owner or operator identified in Section D of this form assumes permit responsibility, coverage, and liability, including any applicable permit fee(s) for the subject permit.

Applicant Information: This form must be completed, signed, and certified as follows:

- For a corporation, by a principal officer of at least the level of vice president;
- For a partnership or sole proprietorship, by a general partner or the proprietor, respectively; or
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Current Owner/Operator**A. Name (Type or Print)**

Douglas E. McAllister

B. Title (Type or Print)

Executive Vice President, General Counsel & Secretary

C. Phone No.

5207987725

D. Signature**E. Date Signed**

12-3-2009

New Owner/Operator**A. Name (Type or Print)****B. Title (Type or Print)****C. Phone No.****D. Signature****E. Date Signed**

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Water Protection Bureau
PO Box 200901
Helena, MT 59620-0901
(406) 444-3080

Section H - CERTIFICATION**Assignment of Transfer Agreement:**

We, the undersigned, agree that upon the effective date given in Section A, that the owner or operator identified in Section D of this form assumes permit responsibility, coverage, and liability, including any applicable permit fee(s) for the subject permit.

Applicant Information: This form must be completed, signed, and certified as follows:

- For a corporation, by a principal officer of at least the level of vice president;
- For a partnership or sole proprietorship, by a general partner or the proprietor, respectively; or
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Current Owner/Operator

A. Name (Type or Print)

Douglas E. McAllister

B. Title (Type or Print)

Executive Vice President, General Counsel & Secretary

C. Phone No.

5207987725

D. Signature

E. Date Signed

New Owner/Operator

A. Name (Type or Print)

Cynthia Brooks

B. Title (Type or Print) Montana Environmental Trust Group, LLC, a Montana limited liability company, not individually, but solely in the representative capacity as Trustee of the Custodial Trust, by Greenfield Environmental Trust Group, Inc., not individually but as Member, President

C. Phone No.

617-448-9762

D. Signature

E. Date Signed

The Department will not process this form until all of the requested information is supplied, the form is complete, and the appropriate fees are paid. Return this form (Form PTN), and the applicable fee to:

Department of Environmental Quality
Water Protection Bureau
PO Box 200901
Helena, MT 59620-0901
(406) 444-3080

INSTRUCTIONS FOR Form PTN – Permit Transfer Notification

IMPORTANT: The Administrative Rules of Montana (ARM) 17.30.1362(1)(d) and 17.30.1117 provide for transfer of a permit or permit coverage provided that a written agreement containing a specific date of transfer of permit responsibility, coverage, and liability between the current and new permittees has been submitted to the Department. Forms are available from the Water Protection Bureau at (406) 444-3080 or on the DEQ website at: <http://www.deq.mt.gov> This agreement must be signed and certified by both parties in accordance with ARM 17.30.1323.

Do not leave blank spaces. Please type or print; forms that are not legible will be returned. You must maintain a copy of the completed form for your records.

SPECIFIC ITEM INSTRUCTIONS

Section A – Effective Date:

Enter the date on which the transfer is effective.

Section B – Facility or Site Information:

The facility name means the building, structure (manufacturing, commercial or residential), process, source, or physical site, from which pollutants or wastes, including storm water are, or will be collected, generated, stored, treated (treatment works) or discharged (disposal system). The site name means the land or water area where any facility or activity is physically located or conducted, including other land used in connection with the facility or activity. This information must be identical to the information provided in the facility's permit application, authorization, or confirmation letter of receipt.

Section C – Current Owner or Operator Information:

Give the name as it is legally known of the person, business (partnership, corporation, or trust), state or political subdivision of the state, or other entity to whom the Department issued the current effective permit. The owner or operator is the legal entity that controls the operation of the facility described in Section B. This information must be identical to the information provided in the facility's application for permit, permit authorization or Notice of Intent (NOI).

Section D – New Owner or Operator Information:

Give the name as it is legally known of the person, business (partnership, corporation, or trust), state or political subdivision of the state, or other entity that will assume control of the facility described in Section B after the effective date of transfer. The permit or authorization will be transferred to the entity identified in this Section. This entity assumes responsibility for compliance with the terms and conditions in permit and any fees associated with the permit.

Section E – Facility Contact Person or Position:

Give the name, title, and work phone number of a person who is thoroughly familiar with the operation of the facility and with the facts reported in this form, and who can be contacted by the Department for additional information. Those facilities with periodic changes in the contact person may provide the contact person's position instead of a person's name.

Section G – Supplemental Information:

Use the space provided to expand upon any information requested in the form or information you wish to bring to the attention of the reviewer. Attach additional sheets, if necessary.



WATER PROTECTION BUREAU

Agency Use

Permit No.:

Date Rec'd

Amount Rec'd

Check No.

Rec'd By

FORM
PTN

Permit Transfer Notification

Use this form to request a transfer of ownership or change the name (transfer) of the entity that holds a Montana Pollutant Discharge Elimination System (MPDES) permit, Ground Water Pollutant Control System (GWPCS) permit, or permit authorization under a general permit including storm water permits. This form must be submitted at least 30 days prior to the effective date of the proposed transfer and constitutes written notice to the Department under the Montana Water Quality Act that the new owner or operator assumes responsibility and liability for all the terms and conditions in the permit, including permit fees. The Department reserves the right to modify or revoke and reissue the permit and request a new permit application (ARM 17.30.1360(2)).

This form may not be used to transfer permit coverage to a new or different site, facility or location, or modify the terms and conditions of the discharge permit. Until a determination is made, the owner or operator of record remains responsible for compliance with the terms of the permit, including fees and/or violations. Please read the attached instructions before completing this form; do not leave blank spaces. Please type or print; forms that are not legible will be returned.

Section A - Effective Date:

Effective Date of Transfer: 12-9-2009

Section B - Facility or Site Information:

Permit Number: MT 0 0 3 0 0 3 1

Facility or Site Name ASARCO LLC Mike Horse Mine

Physical Location 15480 Mike Horse Creek Road, Lincoln, MT 59639

Nearest City or Town Lincoln, MT

Section C - Current Owner/Operator Information:

Owner/Operator Name ASARCO LLC

Mailing Address 5285 East Williams Circle, Suite 2000

City, State, and Zip Code Tucson, AZ8577-7711

Phone Number (520) 798-7749 or (406) 227-4098

Is the entity listed above the (Check one) ☒ Owner or ☐ Operator

Status of Owner/Operator (Check one) ☐ Federal ☐ State ☒ Private ☐ Public ☐ Other (specify) _____

Section D - New Owner/Operator Information:

Owner or Operator Name Montana Custodial Trust, Montana Environmental Trust Group, LLC, not individually but solely in its representative capacity as Trustee of the Montana

Mailing Address 44 Shattuck Road

City, State, and Zip Code Watertown, MA 02472

Phone Number (617) 448-9762

Is the entity listed above the (Check one) ☒ Owner or ☐ Operator

Status of Applicant (Check one) ☐ Federal ☐ State ☐ Private ☐ Public ☒ Other (specify) Trust

Section E - New Facility Contact Person/Position:

Contact Person Name and Title, or Position Title Cynthia Brooks not individually but solely in the representative capacity as President, Greenfield Environmental Trust Group, Inc., Member, Montana Environmental Trust Group, LLC, Trustee of the Montana Environmental Custodial Trust

Mailing Address c/o Luxan & Murfitt, Montana Club Building, 24 West Sixth Avenue, P.O. Box 1144

City, State, and Zip Code Helena, Montana 59624

Phone Number (617) 448-9762

Section F – Fees:

A \$200 permit transfer fee is due upon submission of this form (ARM 17.30.201).

Section G – Supplemental Information:

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Section H - CERTIFICATION**Assignment of Transfer Agreement:**

We, the undersigned, agree that upon the effective date given in Section A, that the owner or operator identified in Section D of this form assumes permit responsibility, coverage, and liability, including any applicable permit fee(s) for the subject permit.

Applicant Information: This form must be completed, signed, and certified as follows:

- For a corporation, by a principal officer of at least the level of vice president;
- For a partnership or sole proprietorship, by a general partner or the proprietor, respectively; or
- For a municipality, state, federal, or other public facility, by either a principal executive officer or ranking elected official.

All Applicants Must Complete the Following Certification:

I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information; including the possibility of fine and imprisonment for knowing violations. [75-5-633, MCA]

Current Owner/Operator**A. Name (Type or Print)**

Thomas L. Aldrich

B. Title (Type or Print)

Vice President - Environmental Affairs

C. Phone No.

5207987749

D. Signature**E. Date Signed**

12-3-2009

New Owner/Operator**A. Name (Type or Print)**

Cynthia Brooks

B. Title (Type or Print)

Not individually but solely in the representative capacity as President, Greenfield Environmental Trust Group, Inc., Member, Montana Environmental Trust Group, LLC, Trustee of the Montana Environmental Custodial Trust

C. Phone No.

6174489762

D. Signature**E. Date Signed**

The Department will not process this form until all of the requested information is supplied, the form is complete, and the appropriate fees are paid. Return this form (Form PTN), and the applicable fee to:

Department of Environmental Quality
Water Protection Bureau
PO Box 200901
Helena, MT 59620-0901
(406) 444-3080

Section H - CERTIFICATION**Assignment of Transfer Agreement:**

We, the undersigned, agree that upon the effective date given in Section A, that the owner or operator identified in Section D of this form assumes permit responsibility, coverage, and liability, including any applicable permit fee(s) for the subject permit.

Applicant Information: This form must be completed, signed, and certified as follows:

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Current Owner/Operator**A. Name (Type or Print)**

Douglas E. McAllister

B. Title (Type or Print)

Executive Vice President, General Counsel & Secretary

C. Phone No.

5207987725

D. Signature

D. E. McAllister

E. Date Signed

12-3-2009

New Owner/Operator**A. Name (Type or Print)****B. Title (Type or Print)****C. Phone No.****D. Signature****E. Date Signed**

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Water Protection Bureau
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Helena, MT 59620-0901
(406) 444-3080

Section H - CERTIFICATION**Assignment of Transfer Agreement:**

We, the undersigned, agree that upon the effective date given in Section A, that the owner or operator identified in Section D of this form assumes permit responsibility, coverage, and liability, including any applicable permit fee(s) for the subject permit.

Applicant Information: This form must be completed, signed, and certified as follows:

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- For a partnership or sole proprietorship, by a general partner or the proprietor, respectively; or
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Current Owner/Operator

A. Name (Type or Print)

Douglas E. McAllister

B. Title (Type or Print)

Executive Vice President, General Counsel & Secretary

C. Phone No.

5207987725

D. Signature

E. Date Signed

New Owner/Operator

A. Name (Type or Print)

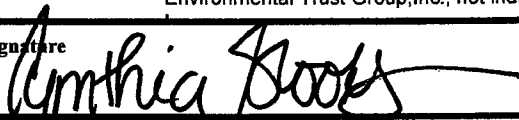
Cynthia Brooks

B. Title (Type or Print) Montana Environmental Trust Group, LLC, a Montana limited liability company, not individually but solely in the representative capacity as Trustee of the Custodial Trust, by Greenfield Environmental Trust Group, Inc., not individually but as Member, President

C. Phone No.

617-448-9762

D. Signature



E. Date Signed

12/7/09

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Department of Environmental Quality
Water Protection Bureau
PO Box 200901
Helena, MT 59620-0901
(406) 444-3080

INSTRUCTIONS FOR Form PTN – Permit Transfer Notification

IMPORTANT: The Administrative Rules of Montana (ARM) 17.30.1362(1)(d) and 17.30.1117 provide for transfer of a permit or permit coverage provided that a written agreement containing a specific date of transfer of permit responsibility, coverage, and liability between the current and new permittees has been submitted to the Department. Forms are available from the Water Protection Bureau at (406) 444-3080 or on the DEQ website at: <http://www.deq.mt.gov> This agreement must be signed and certified by both parties in accordance with ARM 17.30.1323.

Do not leave blank spaces. Please type or print; forms that are not legible will be returned. You must maintain a copy of the completed form for your records.

SPECIFIC ITEM INSTRUCTIONS

Section A – Effective Date:

Enter the date on which the transfer is effective.

Section B – Facility or Site Information:

The facility name means the building, structure (manufacturing, commercial or residential), process, source, or physical site, from which pollutants or wastes, including storm water are, or will be collected, generated, stored, treated (treatment works) or discharged (disposal system). The site name means the land or water area where any facility or activity is physically located or conducted, including other land used in connection with the facility or activity. This information must be identical to the information provided in the facility's permit application, authorization, or confirmation letter of receipt.

Section C – Current Owner or Operator Information:

Give the name as it is legally known of the person, business (partnership, corporation, or trust), state or political subdivision of the state, or other entity to whom the Department issued the current effective permit. The owner or operator is the legal entity that controls the operation of the facility described in Section B. This information must be identical to the information provided in the facility's application for permit, permit authorization or Notice of Intent (NOI).

Section D – New Owner or Operator Information:

Give the name as it is legally known of the person, business (partnership, corporation, or trust), state or political subdivision of the state, or other entity that will assume control of the facility described in Section B after the effective date of transfer. The permit or authorization will be transferred to the entity identified in this Section. This entity assumes responsibility for compliance with the terms and conditions in permit and any fees associated with the permit.

Section E – Facility Contact Person or Position:

Give the name, title, and work phone number of a person who is thoroughly familiar with the operation of the facility and with the facts reported in this form, and who can be contacted by the Department for additional information. Those facilities with periodic changes in the contact person may provide the contact person's position instead of a person's name.

Section G – Supplemental Information:

Use the space provided to expand upon any information requested in the form or information you wish to bring to the attention of the reviewer. Attach additional sheets, if necessary.



WATER PROTECTION BUREAU

Agency Use

Permit No.:

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FORM
PTN

Permit Transfer Notification

Use this form to request a transfer of ownership or change the name (transfer) of the entity that holds a Montana Pollutant Discharge Elimination System (MPDES) permit, Ground Water Pollutant Control System (GWPCS) permit, or permit authorization under a general permit including storm water permits. This form must be submitted at least 30 days prior to the effective date of the proposed transfer and constitutes written notice to the Department under the Montana Water Quality Act that the new owner or operator assumes responsibility and liability for all the terms and conditions in the permit, including permit fees. The Department reserves the right to modify or revoke and reissue the permit and request a new permit application (ARM 17.30.1360(2)).

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Section A - Effective Date:

Effective Date of Transfer: 12-9-2009

Section B - Facility or Site Information:

Permit Number: MT 0 0 3 0 1 4 7

Facility or Site Name ASARCO LLC East Helena Smelter

Physical Location 100 Smelter Avenue East Helena, MT 59635

Nearest City or Town East Helena, MT

Section C - Current Owner/Operator Information:

Owner/Operator Name ASARCO LLC

Mailing Address 5285 East Williams Circle, Suite 2000

City, State, and Zip Code Tucson, AZ 85711-7711

Phone Number (520) 798-7749

Is the entity listed above the (Check one) ☒ Owner or ☐ Operator

Status of Owner/Operator (Check one) ☐ Federal ☐ State ☒ Private ☐ Public ☐ Other (specify) _____

Section D - New Owner/Operator Information:

Owner or Operator Name	Montana Custodial Trust, Montana Environmental Trust Group, LLC, not individually but solely in its representative capacity as Trustee of the Montana Environmental Custodial Trust
------------------------	---

Mailing Address 44 Shattuck Road

City, State, and Zip Code Watertown, MA 02472

Phone Number (617) 448-9762

Is the entity listed above the (Check one) ☒ Owner or ☐ Operator

Status of Applicant (Check one) ☐ Federal ☐ State ☐ Private ☐ Public ☒ Other (specify) Trust

Section E - New Facility Contact Person/Position:

Contact Person Name and Title, or Position Title Cynthia Brooks not individually but solely in the representative capacity as President, Greenfield Environmental Trust Group, Inc., Member, Montana Environmental Trust Group, LLC, Trustee of the Montana Environmental Custodial Trust

Mailing Address c/o Luxan & Murfitt, Montana Club Building, 24 West Sixth Avenue, P.O. Box 1144

City, State, and Zip Code Helena, Montana 59624

Phone Number (617) 448-9762

Section F – Fees:

A \$200 permit transfer fee is due upon submission of this form (ARM 17.30.201).

Section G – Supplemental Information:

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Section H - CERTIFICATION**Assignment of Transfer Agreement:**

We, the undersigned, agree that upon the effective date given in Section A, that the owner or operator identified in Section D of this form assumes permit responsibility, coverage, and liability, including any applicable permit fee(s) for the subject permit.

Applicant Information: This form must be completed, signed, and certified as follows:

- For a corporation, by a principal officer of at least the level of vice president;
- For a partnership or sole proprietorship, by a general partner or the proprietor, respectively; or
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I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information; including the possibility of fine and imprisonment for knowing violations. [75-5-633, MCA]

Current Owner/Operator**A. Name (Type or Print)**

Thomas L. Aldrich

B. Title (Type or Print)

Vice President - Environmental Affairs

C. Phone No.

5207987749

D. Signature**E. Date Signed**

12-3-2009

New Owner/Operator**A. Name (Type or Print)**

Cynthia Brooks

B. Title (Type or Print)

Not individually but solely in the representative capacity as President, Greenfield Environmental Trust Group, Inc., Member, Montana Environmental Trust Group, LLC, Trustee of the Montana Environmental Custodial Trust

C. Phone No.

6174489762

D. Signature**E. Date Signed**

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Department of Environmental Quality
Water Protection Bureau
PO Box 200901
Helena, MT 59620-0901
(406) 444-3080

Section H - CERTIFICATION**Assignment of Transfer Agreement:**

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Applicant Information: This form must be completed, signed, and certified as follows:

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- For a partnership or sole proprietorship, by a general partner or the proprietor, respectively; or
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Current Owner/Operator**A. Name (Type or Print)**

Douglas E. McAllister

B. Title (Type or Print)

Executive Vice President, General Counsel & Secretary

C. Phone No.

5207987725

D. Signature

D. E. McAllister

E. Date Signed

12-3-2009

New Owner/Operator**A. Name (Type or Print)****B. Title (Type or Print)****C. Phone No.****D. Signature****E. Date Signed**

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Water Protection Bureau
PO Box 200901
Helena, MT 59620-0901
(406) 444-3080

Section H - CERTIFICATION**Assignment of Transfer Agreement:**

We, the undersigned, agree that upon the effective date given in Section A, that the owner or operator identified in Section D of this form assumes permit responsibility, coverage, and liability, including any applicable permit fee(s) for the subject permit.

Applicant Information: This form must be completed, signed, and certified as follows:

- For a corporation, by a principal officer of at least the level of vice president;
- For a partnership or sole proprietorship, by a general partner or the proprietor, respectively; or
- For a municipality, state, federal, or other public facility, by either a principal executive officer or ranking elected official.

All Applicants Must Complete the Following Certification:

I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information; including the possibility of fine and imprisonment for knowing violations. [75-5-633, MCA]

Current Owner/Operator

A. Name (Type or Print)

Douglas E. McAllister

B. Title (Type or Print)

Executive Vice President, General Counsel & Secretary

C. Phone No.

5207987725

D. Signature

E. Date Signed

New Owner/Operator

A. Name (Type or Print)

Cynthia Brooks

B. Title (Type or Print) Montana Environmental Trust Group, LLC, a Montana limited liability company, not individually, but solely in the representative capacity as Trustee of the Custodial Trust, by Greenfield Environmental Trust Group, Inc., not individually but as Member, President

C. Phone No.

617-448-9762

D. Signature

E. Date Signed

12/7/09

The Department will not process this form until all of the requested information is supplied, the form is complete, and the appropriate fees are paid. Return this form (Form PTN), and the applicable fee to:

Department of Environmental Quality
Water Protection Bureau
PO Box 200901
Helena, MT 59620-0901
(406) 444-3080

INSTRUCTIONS FOR Form PTN – Permit Transfer Notification

IMPORTANT: The Administrative Rules of Montana (ARM) 17.30.1362(1)(d) and 17.30.1117 provide for transfer of a permit or permit coverage provided that a written agreement containing a specific date of transfer of permit responsibility, coverage, and liability between the current and new permittees has been submitted to the Department. Forms are available from the Water Protection Bureau at (406) 444-3080 or on the DEQ website at: <http://www.deq.mt.gov> This agreement must be signed and certified by both parties in accordance with ARM 17.30.1323.

Do not leave blank spaces. Please type or print; forms that are not legible will be returned. You must maintain a copy of the completed form for your records.

SPECIFIC ITEM INSTRUCTIONS

Section A – Effective Date:

Enter the date on which the transfer is effective.

Section B – Facility or Site Information:

The facility name means the building, structure (manufacturing, commercial or residential), process, source, or physical site, from which pollutants or wastes, including storm water are, or will be collected, generated, stored, treated (treatment works) or discharged (disposal system). The site name means the land or water area where any facility or activity is physically located or conducted, including other land used in connection with the facility or activity. This information must be identical to the information provided in the facility's permit application, authorization, or confirmation letter of receipt.

Section C – Current Owner or Operator Information:

Give the name as it is legally known of the person, business (partnership, corporation, or trust), state or political subdivision of the state, or other entity to whom the Department issued the current effective permit. The owner or operator is the legal entity that controls the operation of the facility described in Section B. This information must be identical to the information provided in the facility's application for permit, permit authorization or Notice of Intent (NOI).

Section D – New Owner or Operator Information:

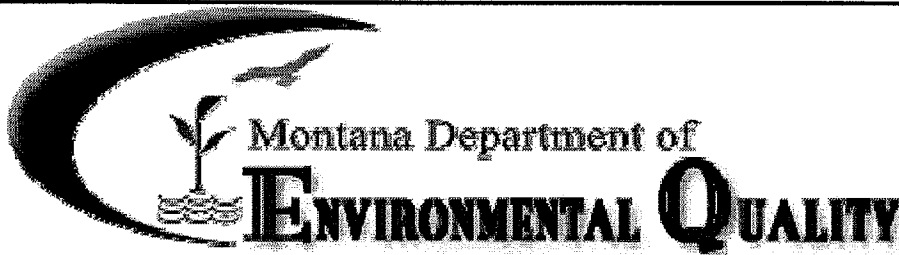
Give the name as it is legally known of the person, business (partnership, corporation, or trust), state or political subdivision of the state, or other entity that will assume control of the facility described in Section B after the effective date of transfer. The permit or authorization will be transferred to the entity identified in this Section. This entity assumes responsibility for compliance with the terms and conditions in permit and any fees associated with the permit.

Section E – Facility Contact Person or Position:

Give the name, title, and work phone number of a person who is thoroughly familiar with the operation of the facility and with the facts reported in this form, and who can be contacted by the Department for additional information. Those facilities with periodic changes in the contact person may provide the contact person's position instead of a person's name.

Section G – Supplemental Information:

Use the space provided to expand upon any information requested in the form or information you wish to bring to the attention of the reviewer. Attach additional sheets, if necessary.



WATER PROTECTION BUREAU

Agency Use

Permit No.:

Date Rec'd

Amount Rec'd

Check No.

Rec'd By

FORM
PTN

Permit Transfer Notification

Use this form to request a transfer of ownership or change the name (transfer) of the entity that holds a Montana Pollutant Discharge Elimination System (MPDES) permit, Ground Water Pollutant Control System (GWPCS) permit, or permit authorization under a general permit including storm water permits. This form must be submitted at least 30 days prior to the effective date of the proposed transfer and constitutes written notice to the Department under the Montana Water Quality Act that the new owner or operator assumes responsibility and liability for all the terms and conditions in the permit, including permit fees. The Department reserves the right to modify or revoke and reissue the permit and request a new permit application (ARM 17.30.1360(2)).

This form may not be used to transfer permit coverage to a new or different site, facility or location, or modify the terms and conditions of the discharge permit. Until a determination is made, the owner or operator of record remains responsible for compliance with the terms of the permit, including fees and/or violations. Please read the attached instructions before completing this form; do not leave blank spaces. Please type or print; forms that are not legible will be returned.

Section A - Effective Date:

Effective Date of Transfer: 12-9-2009

Section B - Facility or Site Information:

Permit Number: MT R 3 0 0 0 8 0

Facility or Site Name ASARCO LLC Black Pine Mine

Physical Location Black Pine Mine, Granite County

Nearest City or Town Philipsburg, Montana

Section C - Current Owner/Operator Information:

Owner/Operator Name ASARCO LLC

Mailing Address 5285 East Williams Circle, Suite 2000

City, State, and Zip Code Tucson, AZ 85711-7711

Phone Number (520) 798-7749 or (520) 798-7796

Is the entity listed above the (Check one) ☒ Owner or ☐ Operator

Status of Owner/Operator (Check one) ☐ Federal ☐ State ☒ Private ☐ Public ☐ Other (specify) _____

Section D - New Owner/Operator Information:

Owner or Operator Name Montana Custodial Trust, Montana Environmental Trust Group, LLC, not individually but solely in its representative capacity as Trustee of the Montana Environmental Custodial Trust

Mailing Address 44 Shattuck Road

City, State, and Zip Code Watertown, MA 02472

Phone Number (617) 448-9762

Is the entity listed above the (Check one) ☒ Owner or ☐ Operator

Status of Applicant (Check one) ☐ Federal ☐ State ☐ Private ☐ Public ☒ Other (specify) Trust

Section E - New Facility Contact Person/Position:

Contact Person Name and Title, or Position Title	Cynthia Brooks not individually but solely in the representative capacity as President, Greenfield Environmental Trust Group, Inc., Member, Montana Environmental Trust Group, LLC, Trustee of the Montana Environmental Custodial Trust
--	--

Mailing Address c/o Luxan & Murfitt, Montana Club Building, 24 West Sixth Avenue, P.O. Box 1144

City, State, and Zip Code Helena, Montana 59624

Phone Number (617) 448-9762

Section F – Fees:

A \$200 permit transfer fee is due upon submission of this form (ARM 17.30.201).

Section G – Supplemental Information:

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

Section H - CERTIFICATION**Assignment of Transfer Agreement:**

We, the undersigned, agree that upon the effective date given in Section A, that the owner or operator identified in Section D of this form assumes permit responsibility, coverage, and liability, including any applicable permit fee(s) for the subject permit.

Applicant Information: This form must be completed, signed, and certified as follows:

- For a corporation, by a principal officer of at least the level of vice president;
- For a partnership or sole proprietorship, by a general partner or the proprietor, respectively; or
- For a municipality, state, federal, or other public facility, by either a principal executive officer or ranking elected official.

All Applicants Must Complete the Following Certification:

I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information; including the possibility of fine and imprisonment for knowing violations. [75-5-633, MCA]

Current Owner/Operator**A. Name (Type or Print)**

Thomas L. Aldrich

B. Title (Type or Print)

Vice President - Environmental Affairs

C. Phone No.

5207987725

D. Signature**E. Date Signed**

12-3-2009

New Owner/Operator**A. Name (Type or Print)**

Cynthia Brooks

B. Title (Type or Print)

Not individually but solely in the representative capacity as President, Greenfield Environmental Trust Group, Inc., Member, Montana Environmental Trust Group, LLC, Trustee of the Montana Environmental Custodial Trust

C. Phone No.**D. Signature****E. Date Signed**

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Water Protection Bureau
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Helena, MT 59620-0901
(406) 444-3080

Section H - CERTIFICATION**Assignment of Transfer Agreement:**

We, the undersigned, agree that upon the effective date given in Section A, that the owner or operator identified in Section D of this form assumes permit responsibility, coverage, and liability, including any applicable permit fee(s) for the subject permit.

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Current Owner/Operator**A. Name (Type or Print)**

Douglas E. McAllister

B. Title (Type or Print)

Executive Vice President, General Counsel & Secretary

C. Phone No.

5207987725

D. Signature

D. E. McAllister

E. Date Signed

12-3-2009

New Owner/Operator**A. Name (Type or Print)****B. Title (Type or Print)****C. Phone No.****D. Signature****E. Date Signed**

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Current Owner/Operator**A. Name (Type or Print)**

Douglas E. McAllister

B. Title (Type or Print)

Executive Vice President, General Counsel & Secretary

C. Phone No.

5207987725

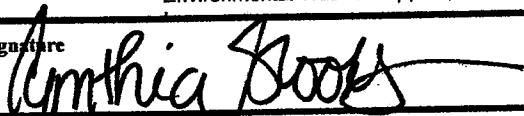
D. Signature**E. Date Signed****New Owner/Operator****A. Name (Type or Print)**

Cynthia Brooks

B. Title (Type or Print) Montana Environmental Trust Group, LLC, a Montana limited liability company, not individually but solely in the representative capacity as Trustee of the Custodial Trust, by Greenfield Environmental Trust Group, Inc., not individually but as Member, President

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12/7/09

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